## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b)

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

**OMB APPROVAL** 3235-0287 Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* FLYNN EDWARD L						2. Issuer Name <b>and</b> Ticker or Trading Symbol TGC INDUSTRIES INC [ TGE ]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
FLIMIN	<u>EDWAR</u>	<u>D L</u>												X Directo	or		10% Ow	ner	
(Last) (First) (Middle) 7511 MYRTLE AVENUE						3. Date of Earliest Transaction (Month/Day/Year) 12/18/2013								Officer below)	(give title		Other (sp below)	pecify	
					4. If /	Ame	ndment, D	ate o	f Original I	iled	(Month/Day	/Year)		Individual or	Joint/Group	Filing (C	heck Appl	icable	
(Street) GLENDALE NY 11385													Lii	X Form filed by One Reporting Person Form filed by More than One Reporting					
(City)	City) (State) (Zip)													Person					
		Tab	le I - Nor	-Deriv	ative	Se	curities	Acc	quired,	Dis	posed of	, or Ben	eficia	lly Owned					
1. Title of Security (Instr. 3)  2. Trans: Date (Month/I						ar)	2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transa Code (		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5)			4 and Securities Beneficially Owned Followi		6. Owne Form: D (D) or In (I) (Instr.	irect li direct E . 4) C	7. Nature of Indirect Beneficial Ownership	
									Code	v	Amount (A) or (D)		Price	Transact	Reported Transaction(s) (Instr. 3 and 4)		(1	nstr. 4)	
Common Stock														1,32	3,889	D			
Common Stock														302,	302,931(1)			By pouse	
Common Stock														30,3	30,387(2)		I F	By Flynn Meyer PSP&T	
		Т										or Bene le secur		y Owned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deeme Execution if any (Month/Da	ed Date,	4. Transacti Code (Ins		5. Numb		xerci: n Dat	sable and			Derivative Security	9. Number derivative Securities Beneficial Owned Following Reported Transact (Instr. 4)	re O es Fi ally D or g (I)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
					Code	v	(A)	(D)	Date Exercisa		Expiration Date	Title	Amount or Number of Shares	er					
Nonqualified Stock Option	\$3.52								(3)		12/03/2014	Common Stock	21,97	9	21,97	79	D		
Nonqualified Stock Option	\$5.73								(3)		11/20/2016	Common Stock	18,56	2	18,56	62	D		
Nonqualified Stock Option	\$5.6								(3)		08/06/2017	Common Stock	19,68	7	19,68	87	D		
Nonqualified Stock	\$7.18	12/18/2013			A		19,797		(4)		12/18/2018	Common Stock	19,79	7 (5)	19,79	97	D		

## Explanation of Responses:

- 1. Reporting Person disclaims beneficial ownership of shares owned by spouse.
- 2. Reporting Person disclaims beneficial ownership of the shares owned by Flynn Meyer PSP&T #1 except to the extent of reporting persons pecuniary interest. Reporting person is the plan administrator for Flynn Meyer PSP&T #1
- 3. Currently exercisable.
- 4. Option vests fifty percent on the date of grant (12-18-2013) and the remaining fifty percent vests one year after the date of grant (12-18-2014).
- 5. Not applicable.

/s/ Edward L. Flynn

12/20/2013

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- \* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.